

Sunnyside Gold Corporation

1888 Sherman Street, Suite 780

Denver, Colorado 80203

303-718-4508

May 15, 2013

VIA EMAIL & REGULAR MAIL

Richard Sisk, Esq.
Attorney
U.S. EPA Region 8
ENF-L
1595 Wynkoop
Denver, CO 80202-1129
E-mail: sisk.richard@epa.gov

Re: Sunnyside Gold Corporation's ("Sunnyside's") Response to EPA 104(e) Request, Upper Animas Mining District, San Juan County, Colorado ("104(e) Response").

Dear Richard:

Enclosed is a copy of Sunnyside's 104(e) Response. A copy of this Response was hand-delivered to Mike Rudy per the instructions on EPA's January 16, 2013 Request for Information.

As we have discussed, Sunnyside's Response is being submitted as part of our ongoing collaboration with EPA and other stakeholders to improve water quality in the Upper Animas River. The mutual exchange of information pursuant to your Request for Information and our FOIA Request is an important step toward utilizing Sunnyside's \$6.5 million for timely and cost-effective on-the-ground solutions in the area.

Please let me know if you have any questions. I look forward to moving things forward on the settlement documentation front as soon as possible.

Sincerely,



Nathan M. Longenecker
VP & General Counsel

cc: Greg V. Etter, Esq.

Sunnyside Gold Corporation

1888 Sherman Street, Suite 780

Denver, Colorado 80203

303-718-4508

Sunnyside Gold Corporation's Response to
United States Environmental Protection Agency, Region 8's
Requests for Information
Upper Animas Mining District, San Juan County, Colorado
May 14, 2013

Mike Rudy
U.S. Environmental Protection Agency
Region 8 (8ENF-RC)
1595 Wynkoop Street
Denver, CO 80202-1129

RE: *Response to Requests for Information;
Upper Animas Mining District, San Juan County, Colorado*

Dear Mr. Rudy:

As part of our joint collaborative effort to improve water quality and habitats in the Animas River, Sunnyside Gold Corporation ("Sunnyside") is pleased to respond to the United States Environmental Protection Agency's ("EPA") January 16, 2013 Request for Information pursuant to Section 104(e) of CERCLA, 42 U.S.C. § 9604(e) (the "Request"), for that portion of the Upper Animas Mining District, San Juan County, Colorado (the "Site"), as defined in Paragraph 3 of the Definitions and Information.

Documents responsive to the Request will be made available for EPA's Review at the offices of Temkin Wielga & Hardt, LLP, 1900 Wazee Street, Suite 303, Denver, Colorado. Sunnyside has conducted an extensive search for documents that may be responsive to the Request. In the unlikely event that additional responsive documents in Sunnyside's possession as of the date of the request are located, they will, of course, be immediately produced to EPA. Sunnyside is producing original documents to EPA which may be subject to Sunnyside's claims of business confidentiality. Sunnyside reserves the right to designate any information produced as Confidential Business Information in accordance with 40 C.F.R. Part 2.

Of course, Sunnyside's responses and the documents produced in conjunction with them do not constitute an admission by Sunnyside of liability with respect to the Site, nor any admission or representation concerning the conditions on or surrounding the Site, or any acts or omissions of any persons concerning the Site. Sunnyside's production of documents does not constitute an admission by Sunnyside that the contents of the documents provided are true, correct, or accurate, nor does it constitute an admission that the documents are authentic for the purposes of admissibility in any judicial or administrative proceeding. As you know, Sunnyside

denies that it has any liability whatsoever relating to any releases or threatened releases at the Site.

Finally, Sunnyside understands that EPA has requested substantially similar information from Kinross Gold Corporation ("Kinross") in a separate 104(e) Request dated January 16, 2013. To the extent necessary to respond to the instant Request, Sunnyside fully incorporates Kinross' responses into the responses set forth here, as well as any documents Kinross has produced in response to its own 104(e) request.

Based upon information available to it, Sunnyside responds as follows:

I. General Objections

1. Sunnyside respectfully objects to the Requests on the grounds that they are vague and ambiguous.
2. Sunnyside respectfully objects to the Requests on the grounds that they are overbroad and unduly burdensome.
3. Sunnyside respectfully objects to the Requests to the extent that they seek information or documents that are protected under the attorney-client privilege, the work product doctrine or any other available privilege or protection.
4. Sunnyside respectfully objects to the Requests to the extent they call for legal conclusions.
5. Sunnyside respectfully objects to the Requests to the extent that they attempt to impose upon Sunnyside an obligation to obtain information from third parties where the law does not impose such an obligation.
6. Sunnyside respectfully objects to the requests to the extent they seek to require the production of information beyond the scope permitted by 42 U.S.C. § 9604(e). Under section 9604(e), the President may only request information relating to (1) the identification, nature and quantity of materials which have been or are generated, treated, stored or disposed of at the facility, or transported to a facility; (2) the nature or extent of a release or threatened release of a hazardous substance or pollutant or contaminant at or from a facility; or (3) the ability to pay for or perform a cleanup. *See* 42 U.S.C. § 9404(e)(2).
7. Sunnyside respectfully objects to all questions which require Sunnyside to "identify" and "explain" the documents that may be responsive; the documents Sunnyside is producing speak for themselves.

II. Objections to Instructions and Definitions

1. Sunnyside respectfully objects to Instruction No. 4, requiring that each document produced indicate the number of the question to which it relates, as vague and unduly burdensome, and because it may seek information protected by attorney-client privilege or the work product doctrine. Sunnyside is pleased to provide a number of documents in response to

the Request and each document may be relevant to several questions. EPA is in the best position to determine the relevance of each document to its own questions.

2. Sunnyside respectfully objects to the definitions of “you” and “Respondent” as overly broad, vague and ambiguous. The entity responding to these requests is Sunnyside Gold Corporation.

3. Sunnyside respectfully objects to the definition of “Site” as overly broad, vague and ambiguous.

4. Sunnyside respectfully objects to the definition of “document” and “documents” as overly broad and unduly burdensome.

5. Sunnyside respectfully objects to all definitions of “identify” as overly broad and unduly burdensome.

6. Sunnyside respectfully objects to the definition of “materials” as vague, overly broad and unduly burdensome.

7. Sunnyside respectfully objects to the definition of “property interest” as vague, overly broad and unduly burdensome.

8. Sunnyside respectfully objects to the definitions of “ore” and “ore products” as vague, ambiguous and overly broad.

III. Responses

Sunnyside respectfully reserves the right to amend its answers, if and when additional information becomes available which is relevant to this Request.

GENERAL QUESTIONS

General Question No. 1:

Identify the person(s) answering these Questions by providing their name, address, fax, and telephone number.

Response to General Question No. 1:

Dean Williams
Vice President, Environmental Affairs
Sunnyside Gold Corporation
1888 Sherman Street, Suite 780
Denver, Colorado 80203
303-718-4508

General Question No. 2:

Identify the person(s) that you wish to receive all further communications from the EPA related to the Site.

Response to General Question No. 2:

Nathan Longenecker
Vice President and General Counsel, North America
Kinross Gold U.S.A., Inc.
1888 Sherman St., Suite 780
Denver, CO 80203
303-718-4508

General Question No. 3:

For each and every Question contained herein, identify all persons consulted in the preparation of the answer.

Response to General Question No. 3:

Nathan Longenecker
Ryan Coombes
Scott Hardt
Joseph Middleton
Debbie Campbell
Larry Perino

General Question No. 4:

For each and every Question contained herein, identify documents consulted, examined, or referred to in the preparation of the answer or that contain information responsive to the Question and provide accurate copies of all such documents.

Response to General Question No. 4:

Sunnyside respectfully objects to Request No. 4 as vague and unduly burdensome, and because it may seek information protected by attorney-client privilege or the work product doctrine. Sunnyside is pleased to provide a number of documents in response to the Request, and each document may be relevant to several questions. EPA is in the best position to determine the relevance of each document to its own questions.

SITE SPECIFIC QUESTIONS

Site Specific Question No. 1:

Identify, explain and provide all documents concerning the relationships (i.e., corporate or otherwise) of Sunnyside Gold Corporation (Sunnyside), Echo Bay Mines Ltd., Echo Bay, Inc.

and White Pine Gold Corporation to Kinross Gold Corporation (Kinross). These documents should include all asset & purchase and assumption of liabilities agreements. The relationships should be fully explained in detail from the beginning of the relationships to the present.

Response to Site Specific Question No. 1:

Sunnyside respectfully objects to Site Specific Question No. 1 as vague, ambiguous, overly broad and unduly burdensome. In addition, Sunnyside objects to the terms “asset & purchase and assumption of liabilities agreements” because these terms are vague, undefined and call for legal conclusions. Without waiving any of its objections, Sunnyside states that it was incorporated on September 26, 1985, under the laws of the State of Delaware as a wholly-owned subsidiary of Echo Bay, Inc. Echo Bay, Inc. was incorporated on July 2, 1984, under the laws of the State of Delaware as a wholly-owned subsidiary of Echo Bay Mines Limited. Echo Bay Mines Limited was incorporated on April 2, 1964, under the laws of the Province of Alberta, Canada. White Pine Gold Corporation was incorporated on June 10, 1988, under the laws of the State of Delaware as a wholly-owned subsidiary of Echo Bay Mines Limited.

Kinross Gold Corporation was formed on May 31, 1993, under the laws of the Province of Ontario, Canada.

On December 30, 2003, Kinross Gold U.S.A., Inc., a subsidiary of Kinross Gold Corporation, entered into an agreement with Echo Bay Mines Limited and Echo Bay, Inc., which provided for the acquisition of all of the issued and outstanding shares of capital stock of Echo Bay, Inc., by Kinross Gold U.S.A., Inc., from Echo Bay Mines Limited in exchange for a specified number of shares of Kinross Gold U.S.A., Inc. Following the exchange of shares, Echo Bay, Inc. continued as a wholly-owned subsidiary of Kinross Gold U.S.A., Inc.

On or about December 23, 2005, Echo Bay Mines Limited and Kinross Gold Corporation were amalgamated in accordance with Section 177(1) of Canada’s Business Corporations Act. The name of the amalgamated corporation is Kinross Gold Corporation.

Currently, both Sunnyside Gold Corporation and White Pine Gold Corporation are wholly-owned subsidiaries of Echo Bay, Inc., which is a wholly-owned subsidiary of Kinross Gold U.S.A., Inc. Kinross Gold U.S.A., Inc. is, in turn, a wholly-owned subsidiary of Kinross Gold Corporation. Sunnyside is producing, with these responses, other documents that may explain the relationships between these entities.

Site Specific Question No. 2:

Identify, explain and provide all documents concerning Site operations and production of Sunnyside, Echo Bay Mines Ltd., Echo Bay, Inc., White Pine Gold Corporation and Kinross.

Response to Site Specific Question No. 2:

Sunnyside respectfully objects to Site Specific Question No. 2 as vague, ambiguous, overly broad and unduly burdensome. In addition, Sunnyside specifically objects to the terms “operations and production” because they are vague and undefined. Without waiving any of its

objections, Sunnyside states that it is providing the documents it has located which may concern Site operations and production.

Site Specific Question No. 3:

Identify, explain and provide all documents concerning the relationships (i.e., corporate or otherwise) of Sunnyside, Echo Bay, Inc. and White Pine Gold Corporation to Echo Bay Mines Ltd. These documents should include all asset & purchase and assumption of liabilities agreements. The relationships should be fully explained in detail from the beginning of the relationships to the present.

Response to Site Specific Question No. 3:

Sunnyside respectfully objects to Site Specific Question No. 3 as vague, ambiguous, overly broad and unduly burdensome. In addition, Sunnyside objects to the terms "asset & purchase and assumption of liabilities agreements" because these terms are vague, undefined and call for legal conclusions. Without waiving any of its objections, Sunnyside states that its response to Site Specific Question No. 3 is set out above, in its answer to Site Specific Question No. 1.

Site Specific Question No. 4:

Identify, explain and provide all documents concerning the November 19, 1985, Standard Metals Corporation asset sale and purchase agreement with Echo Bay, Inc. for the sale of its property interests at the Site. These documents should include all asset & purchase and assumption of liabilities agreements. In addition, identify, explain and provide all documentation concerning the assignment of all right, title and interest in the November 19, 1985, asset sale and purchase agreement to Sunnyside.

Response to Site Specific Question No 4:

Sunnyside respectfully objects to Site Specific Question No. 4 as vague, ambiguous, overly broad and unduly burdensome. Without waiving any of its objections, Sunnyside states that, upon information and belief, pursuant to the November 19, 1985 Asset Sale and Purchase Agreement between Standard Metals Corporation and Echo Bay, Inc., Standard Metals transferred its interests in specific properties located in San Juan County, Colorado, including properties described as the Sunnyside Mine, the Mayflower Mill, and numerous patented and unpatented mining claims, as well as its interest in certain properties leased from Washington Mining Company. These interests were subsequently transferred from Echo Bay, Inc., to Sunnyside. Sunnyside is producing documents it has located which may responsive to Site Specific Question No. 4. In addition, Sunnyside understands that Kinross is producing documents which may be responsive to Site Specific Question No. 4.

Site Specific Question No. 5:

Identify, explain and provide all documents concerning the October 17, 1986, "Sunnyside-Gerber Venture Agreement." These should include all Site operations, exploration and production of ore documentation.

Response to Site Specific Question No. 5:

Sunnyside respectfully objects to Site Specific Question No. 5 as vague, ambiguous, overly broad and unduly burdensome. Without waiving any of its objections, Sunnyside states that Gerber Minerals Corporation, a Colorado corporation, and Sunnyside entered into a venture known as the Sunnyside-Gerber venture on or about October 17, 1986. The stated purpose of the venture was to explore, develop and produce minerals from certain real property in San Juan County, Colorado owned by an entity called the "Pitchfork 'M' Corporation," and leased to Gerber and Springs Minerals Corporation pursuant to a lease known as the "Gold King Lease." The properties covered by the venture agreement included claims known as the Gold King Extension, the Gold King Extension Nos. 1-5, and patented lode mining claim M.S. 19965. Upon information and belief, Gold King Mines Corporation succeeded to certain of Gerber's interest in the Sunnyside-Gerber venture sometime after its formation. In August of 2000, Sunnyside and Gold King Mines Corporation entered into an "Agreement Regarding San Juan County Properties" under which, *inter alia*, Sunnyside and Gold King Mines Corporation formally recognized the termination of the Sunnyside-Gerber venture. The Sunnyside-Gerber venture may also have been known or referred to as the "Sunnyside-Gold King" venture. Sunnyside is pleased to produce with these responses, the documents it has located which are responsive to Site Specific Question No. 5.

Site Specific Question No. 6:

Identify, explain and provide all documents concerning the SGC's, Echo Bay Mine Ltd.'s and White Pine Gold Corporation's (dba: "Echo Bay Group") participation in the June 2, 1988, Alta Bay Venture. These should include all Site operations, exploration and production of ore documentation.

Response to Site Specific Question No. 6:

Sunnyside respectfully objects to Site Specific Question No. 6 as vague, ambiguous, overly broad and unduly burdensome. Without waiving its objections, Sunnyside states that Sunnyside, White Pine Gold Corporation, Pacific Silver Corporation, Silver King Mines, Inc., and a corporation known as Alta Gold Company entered into a venture agreement on June 1, 1988, which may have sometimes been referred to as the Alta Bay venture. Upon information and belief, the Alta Bay venture covered certain properties in San Juan County, Colorado which may have included the Sunnyside Mine, as well as certain properties in Nevada. To the best of Sunnyside's knowledge, Echo Bay Mines Limited was not a party to the venture. Upon information and belief, the Alta Bay venture was terminated on December 31, 1991. While, from time to time, certain entities may have been referred to collectively as the "Echo Bay Group," to the best of Sunnyside's knowledge, it has never done business as the "Echo Bay Group." Sunnyside is producing the documents it has located that are responsive to Site Specific Question No. 6.

Site Specific Question No. 7:

Identify, explain and provide all documents concerning the relationships (i.e., corporate or otherwise) of SGC with the Washington Mining Company, UV Industries and/or the United States Smelting and Refinery Company (USSRMC).

Response to Site Specific Question No 7:

Sunnyside respectfully objects to Site Specific Question No. 7 as vague, ambiguous, overly broad and unduly burdensome. Without waiving its objections, Sunnyside states that Washington Mining Company was a participant in the San Juan County mining venture referred to in Site Specific Question No. 8. To the best of Sunnyside's knowledge, UV Industries may have been a parent, subsidiary or affiliate of Washington Mining Company, and may have leased certain mining claims from Sunnyside and/or to Sunnyside. United States Smelting and Refining Company and/or its apparent successor, American Smelting and Refining Company ("ASARCO"), may have held certain interests at the Site, and engaged in exploration and the production of minerals from the Site prior to transferring some of its interests to third parties, including Standard Metals Company and Washington Mining Company. Sunnyside is pleased to produce the documents it has located that are responsive to Site Specific Question No. 7.

Site Specific Question No. 8:

Identify, explain and provide all documents concerning the SGC's involvement in the June 12, 1989, San Juan County Mining Venture including exploration and production of ore.

Response to Site Specific Question No. 8:

Sunnyside respectfully objects to Site Specific Question No. 8 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside additionally objects to the terms "exploration," "production," and "ore" because they are vague and undefined. Without waiving its objections, Sunnyside states that on or about October 13, 1989, the Alta Bay venture, of which Sunnyside was a participant, entered into a venture with the Washington Mining Company. This venture was generally referred to as the San Juan County mining venture. As set forth in Sunnyside's response to Site Specific Question No. 6, above, other members of the Alta Bay venture included Pacific Silver Corporation, Silver King Mines, Inc., Alta Gold Co., and White Pine Gold Corporation. The stated purpose of the agreement was to facilitate exploration for minerals on certain properties in San Juan County, Colorado, the venture's acquisition of additional properties and allow for the evaluation of the potential for development and mining of these properties. The venture was terminated as of December 31, 1991. Sunnyside is producing documents which may be responsive to Site Specific Question No. 10.

Site Specific Question No. 9:

Identify and provide any information you have regarding any mining activities at the Site. Include any boring activities, boring logs, mining, milling or smelting activities, ore production records, processing or reprocessing contracts and records of wastes produced from milling, mining or smelting activities at the Site. Provide copies of the mine plans and maps and process flow sheets used at any and all mines, mills, or smelters at the Site.

Response to Site Specific Question No. 9:

Sunnyside respectfully objects to Site Specific Question No. 9 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside additionally objects to the terms “boring activities,” “boring logs,” “mining,” “milling,” “smelting activities,” “ore production records,” “processing or reprocessing contracts,” and “records of wastes” because they are vague and undefined. Without waiving its objections, Sunnyside states that it is producing the documents it has located that may be responsive to Site Specific Question No. 9.

Site Specific Question No. 10:

Identify and describe any portion of the Site, or assets at the Site, owned, operated, leased, mined or explored by the Respondent and the dates during which the Site was owned, operated, leased, mined or explored, including areas where borings were taken, and provide copies of all documents evidencing or relating to such ownership, operation or lease, including, but not limited to, purchase and sale agreement, royalty payments, deeds, and leases including mining leases and gravel and tailings leases.

Response to Site Specific Question No. 10:

Sunnyside respectfully objects to Site Specific Question No. 10 as vague, ambiguous, overly broad and unduly burdensome, particularly in light of EPA’s expansive definition of “Site.” Sunnyside additionally objects to Site Specific Question No. 10 on the basis that the terms “owned,” “operated,” “leased,” “explored,” and “assets” are vague and undefined, and because Site Specific Question No. 10 requires Sunnyside to form legal conclusions regarding its potential property interests at the Site. Without waiving its objections, Sunnyside states that it is producing documents it has located which may identify potential property interests Sunnyside may have held at the Site, and the additional technical information requested by Site Specific Question No. 10.

Site Specific Question No. 11

Provide copies of minutes of meetings of Respondent's Corporate Directors for all the years during which the Respondent held assets at, or property interests in, the Site, whether or not mining took place during those years.

Response to Site Specific Question No. 11:

Sunnyside respectfully objects to Site Specific Question No. 11 as vague, ambiguous, overly broad and unduly burdensome, particularly in light of EPA’s expansive definition of “Site.” Sunnyside additionally objects to Site Specific Question No. 11 because the terms “assets” and “property interests” are vague and undefined, and require Sunnyside to form legal conclusions regarding its potential property interests at the Site. Without waiving its objections, Sunnyside states that it is pleased to produce, with these responses, minutes of its corporate Board of Directors for the years 1985 to the present. However, Sunnyside does not represent that it held any particular property interest at the Site during any specific year.

Site Specific Question No. 12

Provide a description and copies of all records maintained by the Respondent for operations at the Site, including any records on royalties paid or received from mining activities at the Site.

Response to Site Specific Question No. 12:

Sunnyside respectfully objects to Site Specific Question No. 12 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside specifically objects to Site Specific Question No. 12 because the terms "records," "operations," "royalties" and "mining activities" are vague and undefined. Sunnyside additionally objects to Site Specific Question No. 12 because it seeks information which is outside the scope of 42 U.S.C. § 9604(e). Without waiving any of its objections, Sunnyside states that it is producing the documents it has located which may be responsive to Site Specific Question No. 12.

Site Specific Question No. 13

Provide any additional information or documents you may have which may shed light in regard to other owners or operators at the Site, including, but not limited to, the nature of their current or past mining operations and interests at the Site.

Response to Site Specific Question No. 13:

Sunnyside respectfully objects to Site Specific Question No. 13 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside specifically objects to Site Specific Question No. 13 because the terms "shed light," "mining operations," and "interests" are vague and undefined. Without waiving its objections, Sunnyside states that, to the best of its knowledge, it is producing the information in its possession, custody and control which it has thus far located and which may explain the history of mining operations at the site, including owners or operators of the Site.

Site Specific Question No. 14:

Identify all other names under which Respondent has conducted operations at the Site, including, but not limited to, the names of corporate predecessors and the names of subsidiary companies (or companies controlled through stock ownership) that may have operated at the Site. Describe the relationship of those parties to Respondent and current corporate status of the entity identified.

Response to Site Specific Question No. 14:

Sunnyside respectfully objects to Site Specific Question No. 14 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside additionally objects to Site Specific Question No. 14 on the basis that it calls for legal conclusions, seeks information outside the scope of 42 U.S.C. § 9604(e), and attempts to impose a burden upon Sunnyside to obtain information from third parties. Without waiving its objections, Sunnyside states that it did not conduct operations at the Site under any other name.

Site Specific Question No. 15:

Describe all releases of any kind into the environment of any hazardous substances, pollutants or contaminants that have occurred or may occur at or from the Site, including, but not limited to:

- a. When such releases occurred;
- b. How the releases occurred;
- c. Materials released, including the common name, the chemical name, grade and chemical composition of the substance and any known impurities or manufacturing contaminants contained therein;
- d. Amount of each such hazardous substance, pollutant or contaminant released;
- e. Where such releases occurred;
- f. A description of any and all activities undertaken in response to each such release; and
- g. A description of all investigations of the circumstances, nature, extent or location of each such release, including the results of any soil, water (ground and surface) or air testing that was undertaken.

Response to Site Specific Question No. 15:

Sunnyside respectfully objects to Site Specific Question No. 15 as vague, ambiguous, overly broad and unduly burdensome, particularly in light of EPA's expansive definition of "Site," as well as the potentially long timeframe to which Site Specific Question No. 15 may apply. Without waiving its objections, Sunnyside states that it is producing documents it has located which may be responsive to Site Specific Question No. 15.

Site Specific Question No. 16:

Provide all technical or analytical information and reports concerning the Site including, but not limited to, data and documents related to soil, water (ground or surface), geology, geohydrology or air quality and any environmental studies conducted on or about the Site.

Response to Site Specific Question No. 16:

Sunnyside respectfully objects to Site Specific Question No. 16 as vague, ambiguous, overly broad and unduly burdensome, particularly in light of EPA's expansive definition of "Site," as well as the potentially long timeframe to which Site Specific Question No. 16 may apply. Without waiving its objections, Sunnyside states that it is producing the documents it has located which may provide the technical and analytical information that EPA has requested, including soil, water geologic and other data which may be responsive to Site Specific Question No. 16.

Site Specific Question No. 17:

Identify, explain and provide all documents concerning Respondent's interactions with Todd Hennis and the Colorado Goldfields Corporation, San Juan Corporation and Salem Minerals, Inc.

Response to Site Specific Question No. 17:

Sunnyside respectfully objects to Site Specific Question No. 17 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside additionally objects to the term "interactions" because it is vague and undefined. Without waiving its objections, Sunnyside states that San Juan Corporation filed a civil action against Sunnyside in the San Juan County District Court, Civil Action No. 2002-CV-03 (the "Action"), asserting several claims related to the Mogul Mine. To obtain dismissal of the Action and resolve other related issues, in 2002 Sunnyside entered into a series of agreements with Gold King Mines Corporation ("Gold King"), Todd Hennis, San Juan Corporation, Colorado Goldfields Corporation, Salem Minerals, Inc. and other parties which facilitated the parties' ability to undertake reclamation activities as required by the Consent Decree entered into in a separate case, *Sunnyside Gold Corp. v. Colorado Water Quality Control Div.*, Denver District Court case No. 94-CV-5459. These agreements also permitted exploration and mining on various properties at the Site, including properties at and in the vicinity of the American Tunnel. Sunnyside is producing the documents it has located which are responsive to Site Specific Question No. 17.

Site Specific Question No. 18:

Identify, explain and provide all documents concerning Respondent's interactions with the Gold King Mines Corporation.

Response to Site Specific Question No. 18:

Sunnyside respectfully objects to Site Specific Question No. 18 as vague, ambiguous, overly broad and unduly burdensome. Without waiving its objections, Sunnyside states that its response to Site Specific Question No. 18 is set out above, in its response to Site Specific Question No. 17.

Site Specific Question No. 19:

Identify, explain and provide all documents concerning Respondent's involvement with the American Tunnel, including, but not limited to, operation, environmental remediation and reclamation bonding of the American Tunnel.

Response to Site Specific Question No. 19:

Sunnyside respectfully objects to Site Specific Question No. 19 as vague, ambiguous, overly broad and unduly burdensome. Without waiving its objections, Sunnyside states that it undertook specific reclamation and water treatment activities at and in the vicinity of the American Tunnel in accordance with the Consent Decree entered into in Denver District Court case No.94-CV-5459, as amended. Sunnyside is producing the documents it has located which may be responsive to Site Specific Question No. 19.

Site Specific Question No. 20:

Identify, explain and provide all documents concerning the "COMBINATION AGREEMENT" made between Kinross, TVX Gold Incorporated and Echo Bay Mines Ltd., in 2002.

Response to Site Specific Question No. 20:

Sunnyside respectfully objects to Site Specific Question No. 20 as vague, ambiguous, overly broad and unduly burdensome. Without waiving any of its objections, Sunnyside states that pursuant to a Combination Agreement dated June 10, 2002, Kinross Gold Corporation, Echo Bay Mines, Ltd. and TVX Gold, Inc. executed a Plan of Arrangement, whereby Echo Bay Mines Ltd. shareholders and TVX Gold, Inc. shareholders received certain Kinross Gold Corporation shares in exchange for their Echo Bay Mines, Ltd. or TVX Gold, Inc. shares. The Plan of Arrangement was effective as of January 31, 2003. As a result of the Plan of Arrangement, Kinross Gold Corporation became the registered beneficial owner of all Echo Bay Mines Ltd. common shares. Sunnyside understands that Kinross is pleased to produce, with its responses, documents which are responsive to Site Specific Question No. 20.

Site Specific Question No. 21:

Identify, explain and provide all documents concerning the amalgamation of Kinross with its wholly owned subsidiary, Echo Bay Mines Ltd., in 2006.

Response to Site Specific Question No. 21:

Sunnyside respectfully objects to Site Specific Question No. 21 as vague, ambiguous, overly broad and unduly burdensome. Without waiving its objections, Sunnyside states that its response to Site Specific Question No. 21 is set forth above, in its response to Site Specific Question No. 1.

Site Specific Question No. 22:

Provide copies of all the following financial documents produced, generated or otherwise prepared by or on behalf of Respondent for the past three years. Include all such financial documents for Respondent separately as well as consolidated financial information.

- a. Any certified and uncertified financial statements;
- b. Any auditor statements contained in any monthly, quarterly, or annual report prepared in the normal course of business;
- c. Any financial information provided to officers, directors or shareholders of Respondent in the normal course of business;
- d. Any financial information provided to Kinross in the normal course of business;
- e. Any financial information or reports submitted to the U.S. Internal Revenue Service, including corporate tax returns or estimated tax payments; and
- f. Any balance sheets or income statements.

Response to Site Specific Question No. 22:

Sunnyside respectfully objects to Site Specific Question No. 22 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside additionally objects to Site Specific Question No. 22 on the basis that it seeks information outside the scope of 42 U.S.C. § 9604(e). Without waiving its objections, Sunnyside states that it is pleased to produce, with these responses, the documents it has located which may be responsive to Site Specific Question No. 22.

Site Specific Question No. 23:

If not otherwise provided in detail in the documents produced in response to Question 22 above, identify all assets of Respondent.

Response to Site Specific Question No. 23:

Sunnyside respectfully objects to Site Specific Question No. 23 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside specifically objects to the term “asset” because it is vague and undefined. Without waiving its objections, Sunnyside states that in response to Site Specific Question No. 22(f), it is producing certain balance sheets which may provide detail regarding Sunnyside’s assets.

Site Specific Question No. 24:

If not otherwise provided in detail in the documents produced in response to Question 22 above, list all liabilities of Respondent.

Response to Site Specific Question No. 24:

Sunnyside respectfully objects to Site Specific Question No. 24 as vague, ambiguous, overly broad and unduly burdensome. Sunnyside specifically objects to the term “liabilities” because it is vague undefined and calls for legal conclusions. Sunnyside denies that it has any liabilities of any kind relating to the Site. Without waiving its objections, Sunnyside states that in response to Site Specific Question No. 22(f), it is producing certain balance sheets which may provide detail regarding Sunnyside’s debts.

Sunnyside is pleased to have the opportunity to respond to the foregoing questions and produce the above-referenced materials. We trust that our efforts will be of utility in our ongoing collaborative endeavor to improve water quality and habitats in the Animas River.

CERTIFICATE

I, Dean Williams, hereby state:

1. I am authorized to respond on behalf of Sunnyside Gold Corporation ("Sunnyside") to the United States Environmental Protection Agency's ("EPA") January 16, 2013 Request for Information pursuant to Section 104(e) of CERCLA, 42 U.S.C. § 9604(e), concerning the Upper Animas Mining District, San Juan County, Colorado ("Request").
2. Sunnyside has made a good faith attempt to search for documents and other information relevant to the Requests.
3. Subject to the objections and limitations stated above, I hereby certify that, to the best of my knowledge, the attached Response to the EPA's Request is complete, and contains all information and documents responsive to the Request which Sunnyside has located to date.
4. Sunnyside reserves the right to supplement this Response if information or documents not currently known or available to Sunnyside should later become available.

Dated this 13 day of May, 2013.



Dean Williams
Vice President, Environmental Affairs
Sunnyside Gold Corporation